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Percentage of Subscribers to Basic Plan in AirTouch Markets

	<u>1990</u>	<u>1991</u>	<u>1992</u>	<u>1993</u>	<u>July 31 1994</u>
Los Angeles	74.3%	67.7%	59.9%	38.5%	23.5%
San Diego*	78.8%	65.3%	64.2%	42.6%	26.7%
Sacramento	98.5%	98.0%	98.0%	98.0%	97.5%
San Francisco	77%	70%	64%	41%	20%

- * San Diego's Basic Flex Plans are both considered Basic since rates are nearly identical. Both plans include discounts based on the number of numbers on an account plus usage discounts certain usage levels are achieved.

AIRTOUCH CELLULAR'S PRICING PLANS

**AirTouch Communications - Regulatory
September, 1994**

**AIRTOUCH CELLULAR
LOS ANGELES RETAIL PRICING PLANS**

Page 1 of 4

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ BASIC	50.00	45.00	0.45	0.27
■ BASIC PLUS [10/92] • Includes voicemail & custom calling features • 1 year contract	50.00	49.95	0.45	0.27
■ PERSONAL	50.00	25.00	0.90	0.20
■ CORPORATE/LARGE USER				
• 1-24 units	50.00	45.00	0.450	0.270
• 25-49	45.00	42.00	0.423	0.254
• 50-99	40.00	40.00	0.414	0.248
• 100-249	35.00	38.00	0.405	0.243
• 250+	35.00	35.00	0.396	0.238
■ PREMIUM • Including 550 minutes • Usage over 550 minutes	50.00	239.00 --	Included in access 0.45	0.27
■ PREMIUM PLUS [10/92] • Includes voicemail & custom calling features • 1 year contract	50.00	239.00	550 min. included	
■ EMERGENCY PREPAREDNESS • Usage under 30 minutes • All usage over 30 minutes (Only one access charge)	50.00	18.50 45.00	0.99 0.45	0.27 0.27
■ GOVERNMENT PLAN	17.00	35.00	0.39	0.23
■ VENTURA NEIGHBORHOOD [10/90] • Calls within neighborhood • Calls outside neighborhood	50.00	35.00	0.35 0.70	0.20 0.27
■ AUTO RENTAL/PUBLIC TRANSIT • 100-150 estimated minutes • 151-200 • 201-250 • 251-350 • 351-500	0.00	0.00	0.95 0.75 0.65 0.60 0.55	0.95 0.75 0.65 0.60 0.55

**AIRTOUCH CELLULAR
LOS ANGELES RETAIL PRICING PLANS**

Page 2 of 4

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ CORPORATE/VOLUME PURCHASER CONTRACT PLAN PROMOTION [7/93*]				
• 1-24 units	50.00	45.00	0.450	0.270
• 25-49	25.00	37.00 (39.00)	0.378 (0.398)	0.227 (0.239)
• 50-99	25.00	35.00 (37.00)	0.371 (0.390)	0.223 (0.234)
• 100-249	25.00	33.00 (35.00)	0.362 (0.381)	0.217 (0.229)
• 250+	25.00	30.00 (32.00)	0.353 (0.372)	0.212 (0.223)
■ TEMPORARY CORP/VOLUME PURCHASER CONTRACT PLAN PROMOTION [6/93]				
• 1-24 units	0.00	45.00	0.450	0.270
• 25-49	0.00	37.00	0.378	0.227
• 50-99	0.00	35.00	0.371	0.223
• 100-249	0.00	33.00	0.362	0.217
• 250+	0.00	30.00	0.353	0.212
■ SUPER VALUE PLANS [7/93*]				
• Super-Value 600 (600 min. included)	50.00	239.99 (255.00)	0.37 (0.41)	0.21 (0.23)
• Super-Value 475 (475 min. included)	50.00	199.99 (220.00)	0.38 (0.42)	0.21 (0.23)
• Super-Value 320 (320 min. included)	50.00	149.99 (160.00)	0.38 (0.42)	0.22 (0.24)
• Super-Value 170 (170 min. included)	50.00	99.99 (110.00)	0.39 (0.43)	0.23 (0.26)
• Super-Value 80 (80 min. included)	50.00	69.99 (75.00)	0.41 (0.45)	0.24 (0.27)
• After Hours Value	50.00	33.99 (34.50)	0.90 (0.90)	0.18 (0.20)
■ ULTRA-VALUE TEMPORARY PROMOTION PLANS [6/93]				
• Ultra-Value 600 (600 min. included)	0.00	238.99	0.37	0.21
• Ultra-Value 475 (475 min. included)	0.00	198.99	0.38	0.21
• Ultra-Value 320 (320 min. included)	0.00	148.99	0.38	0.22
• Ultra-Value 170 (170 min. included)	0.00	98.99	0.39	0.23
• Ultra-Value 80 (80 min. included)	0.00	68.99	0.41	0.24
• After Hours Value	50.00	32.99	0.90	0.18
■ GOVERNMENT CONTRACT PLAN [7/93*] 17.00				
		30.00 (32.00)	0.33 (0.37)	0.21 (0.22)
■ TEMPORARY GOVERNMENT CONTRACT PLAN PROMOTION [6/93]				
	17.00	30.00	0.33	0.21

* Current prices are shown to the left. Prices in parentheses are ceiling prices as per the Rate Band Pricing Flexibility Guidelines.

**AIRTOUCH CELLULAR
LOS ANGELES RETAIL PRICING PLANS**

Page 3 of 4

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ TWO-YEAR CORPORATE/VOLUME PURCHASE CONTRACT PLAN [8/94]*				
• 1-24 units	50.00	45.00	0.450	0.270
• 25-49	25.00	\$37.00 (39.00)	\$0.378 (0.398)	\$0.227 (0.239)
• 50-99	25.00	35.00 (37.00)	0.371 (0.390)	0.223 (0.234)
• 100-249	25.00	33.00 (35.00)	0.362 (0.381)	0.217 (0.229)
• 250+	25.00	30.00 (32.00)	0.353 (0.372)	0.212 (0.223)
■ TEMPORARY TWO-YEAR CORPORATE/ VOLUME PURCHASER CONTRACT PROMOTION PLAN [6/94]				
• 1-24 units	50.00	45.00	0.450	0.270
• 25-49	25.00	37.00	0.378	0.227
• 50-99	25.00	35.00	0.371	0.223
• 100-249	25.00	33.00	0.362	0.217
• 250+	25.00	30.00	0.353	0.212
■ TWO-YEAR GOVERNMENT PLAN [8/94]*	17.00	\$30.00 (32.00)	0.33 (0.37)	0.21 (0.22)
■ TEMPORARY TWO-YEAR GOVERNMENT PROMOTION PLAN [6/94]	17.00	30.00	0.33	0.21
■ TWO-YEAR SUPER-VALUE PLANS [8/94]*				
• Two-Year Super-Value 600 (min. included)	50.00	\$239.99 (255.00)	0.37 (0.41)	0.21 (0.23)
• Two-Year Super-Value 475 (min. included)	50.00	199.99 (220.00)	0.38 (0.42)	0.21 (0.23)
• Two-Year Super-Value 320 (min. included)	50.00	149.99 (160.00)	0.38 (0.42)	0.22 (0.24)
• Two-Year Super-Value 170 (min. included)	50.00	99.99 (110.00)	0.39 (0.43)	0.23 (0.26)
• Two-Year Super-Value 80 (min. included)	50.00	69.99 (75.00)	0.41 (0.45)	0.24 (0.27)
• Two-Year After Hours	50.00	33.99 (34.50)	0.90	0.18 (0.20)
■ TEMPORARY TWO-YEAR SUPER-VALUE PROMOTION PLANS [6/94]				
• Two-Year Super-Value Promo. 600 (min. incl.)	50.00	239.99	0.37	0.21
• Two-Year Super-Value Promo. 475 (min. incl.)	50.00	199.99	0.38	0.21
• Two-Year Super-Value Promo. 320 (min. incl.)	50.00	149.99	0.38	0.22
• Two-Year Super-Value Promo. 170 (min. incl.)	50.00	99.99	0.39	0.23
• Two-Year Super-Value Promo. 80 (min. incl.)	50.00	69.99	0.41	0.24
• Two-Year After Hours	50.00	33.99	0.90	0.18

* Current prices are shown to the left. Prices in parentheses are ceiling prices as per the Rate Band Pricing Flexibility Guidelines.

**AIRTOUCH CELLULAR
LOS ANGELES RETAIL PRICING PLANS**

Page 4 of 4

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ SUPER-VALUE STARTER PLAN [9/94] (includes access and 20 minute)	50.00	34.99	0.79	0.26

* Current prices are shown to the left. Prices in parentheses are ceiling prices as per the Rate Band Pricing Flexibility Guidelines.

**AIRTOUCH CELLULAR
SACRAMENTO-VALLEY RETAIL PRICING PLANS**

Page 1 of 3

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ BASIC				
• Sacramento/Stockton/Modesto (Area A)	50.00	20.00	0.250	0.150
• Chico/Redding (Area B)	50.00	30.00	0.350	0.250
■ GOVERNMENT PLAN [1/91]	50.00	35.00		
• Sacramento/Stockton/Modesto (Area A)				
- 1 number	50.00	20.00	0.250	0.150
- 2-10	15.60	18.75	0.235	0.140
- 11-25	15.60	17.00	0.223	0.133
- 26-174	15.60	15.91	0.210	0.128
- 174+ [9/92]	15.60	15.00	0.180	0.110
• Chico/Redding (Area B) [8/94]				
- 1 number	50.00	22.00		
- 2-10	15.00	21.50		
- 11-25	15.00	21.00		
- 26-174	15.00	20.50		
- 175+ [9/92]	15.00	19.50		
		0-10,000 Minutes	0.280	0.200
		10,001-50,000 Minutes	0.275	0.120
		50,001-300,000 Minutes	0.270	0.110
		300,001+ Minutes	0.265	0.100

* Includes Custom Calling Features

AirTouch Communications - Regulatory - 9/94

**AIRTOUCH CELLULAR
SACRAMENTO-VALLEY RETAIL PRICING PLANS**

Page 2 of 3

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ CALIFORNIA CHOICE PLANS [11/93]* (Area B only)				
• Cal 50 (Includes 50 min.)			(2% Discount Applied)	
1 - 4 Units	\$50.00	\$44.99 (47.50)	0.35	0.25
5 - 9 Units	\$47.50 (50.00)	\$49.49 (47.50)	0.35	0.25
10 - 24 Units	\$45.00 (50.00)	\$41.99 (47.50)	0.35	0.25
25+ Units	\$42.50 (50.00)	\$40.49 (47.50)	0.35	0.25
• Cal 150 (Includes 150 min.)			(6% Discount Applied)	
1 - 4 Units	\$50.00	\$76.99 (82.50)	0.35	0.25
5 - 9 Units	\$47.50 (50.00)	\$75.49 (82.50)	0.35	0.25
10 - 24 Units	\$45.00 (50.00)	\$73.99 (82.50)	0.35	0.25
25+ Units	\$42.50 (50.00)	\$72.49 (82.50)	0.35	0.25
• Cal 300 (Includes 300 min.)			(9% Discount Applied)	
1 - 4 Units	\$50.00	\$119.99 (135.00)	0.35	0.25
5 - 9 Units	\$47.50 (50.00)	\$118.49 (135.00)	0.35	0.25
10 - 24 Units	\$45.00 (50.00)	\$116.99 (135.00)	0.35	0.25
25+ Units	\$42.50 (50.00)	\$115.49 (135.00)	0.35	0.25
• Cal 500 (Includes 500 min.)			(12.5% Discount Applied)	
1 - 4 Units	\$50.00	\$174.99 (205.00)	0.35	0.25
5 - 9 Units	\$47.50 (50.00)	\$173.49 (205.00)	0.35	0.25
10 - 24 Units	\$45.00 (50.00)	\$171.99 (205.00)	0.35	0.25
25+ Units	\$42.50 (50.00)	\$170.49 (205.00)	0.35	0.25

* \$150 Fee for early termination of service.
Current prices are shown to the left. Prices in parentheses are ceiling prices as per the Rate Band Flexibility Guidelines.

**AIRTOUCH CELLULAR
SACRAMENTO-VALLEY RETAIL PRICING PLANS**

Page 3 of 3

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$MONTH)	USAGE (\$/MINUTE)	
			PEAK	OFF-PEAK
■ CALIFORNIA CHOICE PLANS (8/94)* (Area A only)				
• Cal 50 (includes 50 min.)				
1 - 4 Units	\$50.00 (50.00)	\$29.99 (32.50)	0.25	0.15
5 - 9 Units	\$47.50 (50.00)	\$28.99 (32.50)	0.25	0.15
10 - 24 Units	\$45.00 (50.00)	\$27.99 (32.50)	0.25	0.15
25+ Units	\$42.50 (50.00)	\$26.99 (32.50)	0.25	0.15

* \$100 (\$150) Fee for early termination of service.
Current prices are shown to the left. Prices in parentheses are ceiling prices as per the Rate Band Flexibility Guidelines.

**AIRTOUCH CELLULAR
SAN DIEGO RETAIL PRICING PLANS**

Page 1 of 2

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)		DISCOUNTS
			PEAK	OFF-PEAK	
■ BASIC* (10% discount on usage over 200 minutes prior to other discounts)					
• 1 number	40.00	35.00	0.40	0.20	
• 2-7	40.00	33.00	0.40	0.20	3% on usage
• 8-23	40.00	30.00	0.40	0.20	5% on usage
• 24+	40.00	27.00	0.40	0.20	7% on usage
■ FLEX PLAN* [6/91] (5% to 15% discounts on usage for minutes at certain tiers)					
• 1 number	40.00	35.00	0.40	0.20	
• 2-7	40.00	33.00	0.40	0.20	
• 8-23	40.00	30.00	0.40	0.20	
• 24-49	40.00	27.00	0.40	0.20	
• 50+	40.00	26.00	0.40	0.20	
■ FLEX ANNUAL PLAN [12/92]		See Flex Plan prices & discounts above.			
• Includes 30 second billing feature					50% off of first 3 mo.'s access
• 1 year contract; Avail. until 1-31-93					
■ FLEX ANNUAL PLAN II* [6/93]		See Flex Plan prices & discounts above.			
• Includes 30 Second Billing and 4 installments of Svc. Est.					
• 1 year Contract					
■ PERSONAL	40.00	19.95	0.74	0.19	
• Includes Easy Pay Billing Prepay (No Deposit) option [11/93]					
■ V.I.P.*	40.00				
• Including 350 minutes		149.00	Included in access		
• Usage over 350 minutes		--	0.36	0.18	
■ EXECUTIVE*	40.00				
• Including 200 minutes	99.00		Included in access		
• Usage over 200 minutes		--	0.40	0.20	
■ GOVERNMENT PLAN* [8/90]	15.00	25.20	0.27	0.13	
■ GOVERNMENT PLAN II* [8/93]	0.00	24.00	0.24	0.08	
■ GOVERNMENT ACCESS PLAN* [8/93]	0.00	10.00	0.27	0.13	

* Includes Custom Calling Features

**AIRTOUCH CELLULAR
SAN DIEGO RETAIL PRICING PLANS**

Page 2 of 2

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MINUTE)		DISCOUNTS
			PEAK	OFF-PEAK	
■ ANNUAL PLANS [7/93]					-Same as Flex Plan
• 4 Installments of Service Establishment					
• 1 year Contract					
• 30 second billing not available					
◆ SECURITY PLAN [7/93]	40.00				
• Including 10 minutes		25.95	Included in access		
• Usage over 10 minutes		-	0.74	0.19	
◆ CONVENIENCE PLAN [7/93]	40.00				
• Including 40 minutes		44.95	Included in access		
• Usage over 40 minutes		-	0.38	0.18	
◆ ADVANTAGE 120 PLAN [7/93]	40.00				
• Including 120 minutes		69.95	Included in access		
• Usage over 120 minutes		-	0.38	0.18	
◆ ADVANTAGE 220 PLAN [7/93]	40.00				
• Including 220 minutes		98.95	Included in access		
• Usage over 220 minutes		-	0.36	0.16	
◆ ADVANTAGE 420 PLAN [7/93]	40.00				
• Including 420 minutes		148.95	Included in access		
• Usage over 420 minutes		-	0.35	0.15	
■ EASY PAY PLAN* [9/93]	40.00	35.00	0.40	0.20	
• Includes Easy Pay Billing					
Prepay and Usage Limits					
(No Deposit Options)					
■ DISABLED PLAN* [3/94]	40.00	10.00	0.90	0.90	
• For customers who are permanently					
disabled (i.e., sight and mobility)					

* Includes Custom Calling Features

**BAY AREA CELLULAR TELEPHONE COMPANY
RETAIL PRICING PLANS**

SERVICE PLAN	SERVICE ESTABLISHMENT(\$)	ACCESS (\$/MONTH)	USAGE (\$/MIN. PEAK OF
■ BASIC [4/93: rate band]*			
• 0-99 Minutes Used Per Number	25.00	\$39.99 (45.00)	0.45
• 100-199		39.99 (42.50)	0.45
• 200-399		39.99 (40.00)	0.45
• 400 or more		37.50 (37.50)	0.45
■ PERSONAL [2/88]	25.00	25.00	0.90
■ GOVERNMENT [12/89]			
• Subscriptions of 100 #s or less	15.00	30.50	0.36
• Subscriptions of 101 #s or more		28.25	0.36
■ EXECUTIVE [5/91]			
• Including 400 minutes	25.00	199.00	Included in accx
• Usage over 400 minutes			0.41
■ EMERGENCY [2/91]			
• Including 5 minutes per mo.	15.00	200.00/Year	
• Additional usage			
- Next 120 minutes			1.00
- After initial 125 minutes			0.36
■ LARGE ORGANIZATION [2/91]	25.00	Same as Basic	Same as Basic
<u>If Total Access & Usage</u>		<u>Then Discount</u>	
\$ 5,000		10%	
8,000		12%	
12,500		13%	
25,000		14%	
50,000		15%	
100,000		16%	
200,000		17%	
■ ENABLE-LINK [5/92]	15.00	10.00	0.45

* Current Prices are shown to the left. Prices in parentheses are ceiling prices as per the Rate Band Pricing Flexibility Guidelines.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE (WHOLESALE)

APPLICABILITY

Applicable to Cellular Radio Telecommunications Service furnished at wholesale by PacTel Cellular in the Greater San Diego Metropolitan Area. As of the effective date of Advice Letter No. 55-A, (May 1, 1991), the rates in this wholesale tariff are applicable only to resellers certificated by the California Public Utilities Commission. All other customers requesting service should refer to the Company's retail tariff, Schedule No. 2-T.

TERRITORY

Within the Greater San Diego Metropolitan Area as shown on the map filed as part of tariff Schedule No. 1-T.

RATES - WHOLESALE

A. Basic Business Plan

(1) Number Activation**

(a) To process an order for activation of one or more access numbers.
Per order \$ 15.00

(b) To process an order for reactivation of one or more access numbers within 90 days of termination of service, except for customers with access numbers whose prior service was disconnected for cause per Rule 20.

Per order No Charge

(c) To process an order for reactivation of one or more access numbers after 90 days of termination of service (except for customers with access numbers whose prior service was disconnected for cause per Rule 20). Also, to process an order for reactivation of one or more access numbers previously disconnected for cause, per Rule 20, within 90 days of termination of service. Also, to activate one or more access numbers of a customer whose deposit was not received by the time prescribed in Special Condition 5 E regardless of the number of days since termination.

Per order \$ 10.00

(2) Change**

To change one or more access numbers or change preselected long distance carrier. (D) (R)

Per order \$ 10.00

(3) Access Charge#

Per month \$ 24.50

- * Not applicable to changes or activations done for the convenience of the Utility.
- Customer may be requested to provide Company with documentation verifying multiple number orders.
- # Includes monthly component of custom calling features.

PACTEL CELLULAR
2999 Oak Road, 10th Floor
Walnut Creek, California 94596

Schedule Cal. P.U.C. No. 3-T
Original Sheet No. 4-A

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

(L)

(Continued)

RATES - BULK & WHOLESALE (Continued)

A. Basic Service (Continued)

(4) Usage Rates*

Per Minute

(a) Peak Period, per minute

\$.305

(b) Off-Peak Period, per minute

\$.152

** These rates cover all landline services necessary to complete and conduct calls from cellular mobile terminals to any station in the San Diego CGSA.

(L)

Advice Letter No. 115

Decision No.

Issued by
Scott E. Hoganson
Area Vice President

Date Filed:
Effective:
Resolution No.

11-3-92
TBD

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

(L)

RATES - WHOLESALE (Continued)

AB. Flex Plan

(1) Number Activation*/**

(a) To process an order for activation of one or more access numbers.

Per order \$ 15.00

(b) To process an order for reactivation of one or more access numbers within 90 days of termination of service, except for customers with access numbers whose prior service was disconnected for cause per Rule 20.

Per order No Charge

(c) To process an order for reactivation of one or more access numbers after 90 days of termination of service (except for customers with access numbers whose prior service was disconnected for cause per Rule 20). Also, to process an order for reactivation of one or more access numbers previously disconnected for cause, per Rule 20, within 90 days of termination of service. Also, to activate one or more access numbers of a customer whose deposit was not received by the time prescribed in Special Condition 5 E regardless of the number of days since termination.

Per order \$ 10.00

(2) Change*/**

To change one or more access numbers or change preselected long distance carrier.

Per order \$ 10.00

(3) Access Charge***

Per access number, per month \$ 23.90

(4) Usage Rates ****

Per Minute

(a) Peak Period \$.289

(b) Off-Peak Period \$.144

- * Not applicable to changes or activations done for the convenience of the Utility.
- ** Customer may be requested to provide Company with documentation verifying multiple number orders.
- *** Includes monthly component of custom calling features.
- **** These rates cover all landline services necessary to complete and conduct calls from cellular mobile terminals to any station in the San Diego CGSA.

(L)

Advice Letter No. 115

Issued by
Scott E. Hoganson
Area Vice President

Date Filed: 11-3-92
Effective: TGD
Resolution No.

Decision No.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

RATES - WHOLESALE (Continued)

AB. Flex Plan (Continued)

(5) Flex Annual Plan*

(a) Description

From the effective date of this tariff through and including January 31, 1993 (the "Enrollment Period"), an eligible reseller which (1) has tariffed a program similar to the Company's Flex Annual Plan (see Rates-Retail, Schedule No. 2-T, Sheet No. 4-C.1) for the reseller's retail customers and (2) agrees in writing to subscribe to phone numbers associated with specific Electronic Serial Numbers on the Flex Annual Plan for one year following activation (the reseller's "Required Subscription Period") (1) will receive the 30 Second Billing feature at no charge, and (2) will be charged 50% of the monthly access charge for the first 90 days following the number's initial activation (the maximum credit per customer is \$100).

(b) Eligibility

- (1) During the Enrollment Period, the reseller must agree in writing for each order of one or more numbers to subscribe to mobile numbers (associated with specific Electronic Serial Numbers ("ESN") provided to Company by the reseller) on the Flex Annual Plan for the Required Subscription Period, and retail customers of the reseller must subscribe to reseller's service under such mobile numbers and agree to participate in the reseller's Flex Annual Plan for a period of one year.
- (2) If at any time during the Required Subscription Period a mobile number is not in active service on the Flex Annual Plan, then the reseller must pay an early termination fee of \$74.70 per number.

(c) Change

The Company will allow a reseller to change either the mobile number or the ESN of a designated mobile number/ESN combination originally activated on this Plan without such reseller incurring the early termination fee when there is satisfactory documentation provided to the Company that the reseller's retail customer associated with the original mobile number/ESN combination (1) remains the same following the mobile number or ESN change; (2) has had the mobile radio unit stolen**; or (3) is deceased. The reseller may convert any mobile number/ESN from the Flex Annual Plan to the Annual Plan, as defined in Section AH. of Schedule No. 3-T without incurring an early termination fee.

(D)
(D)

(d) Access Charge

See 3-T, Section AB.(3)

(e) Usage Rates

See 3-T, Section AB.(4)

(f) Terms & Conditions

All other terms, conditions, rates, and charges of the Flex Plan apply to this Plan.

* Upon expiration of the Required Subscription Period, Flex Annual Plan subscribers will be renewed automatically for two successive one-year periods unless written notice is provided to the Company 30 days in advance of the expiration of the then-current one-year period. The 30 Second Billing feature will be provided at no charge in renewal periods. The early termination fee and exceptions also apply in successive renewal periods. The reseller will receive written notice of expiration of the contract period 30-60 days in advance of the expiration of the second renewal period. Resellers will have the following options upon expiration of the second renewal period: the reseller may subscribe to another of Company's plans, or, if the reseller does not so choose, the reseller will be provided service under the Flex Plan.

** There will be no assessment of an early termination fee for a mobile number deactivated temporarily for up to 90 days under stolen mobile radio unit circumstances. If the mobile number is deactivated temporarily and subsequently reactivated, the termination date of the Required Subscription Period, or any renewal period(s), will not be affected.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

RATES - WHOLESALE (Continued)

AB. Flex Plan (Continued)

(6) Flex Annual Plan II*

- (a) From the effective date of this tariff (the "Enrollment Period"), an eligible reseller which (1) has tariffed a program similar to the Company's Flex Annual Plan II (see Rates-Retail, Schedule No. 2-T, Sheet No. 4-C.2) for the reseller's retail customers and (2) agrees, at Company's option, either in writing, by an oral agreement memorialized in a consented-to tape recording, or in other similar recorded form, to subscribe to phone numbers associated with specific Electronic Serial Numbers ("ESNs") on the Flex Annual Plan II for one year following activation (the reseller's "Required Subscription Period") will (i) receive the 30 Second Billing feature at no charge, and (ii) be assessed a Service Establishment Charge of \$3.75 for the first 4 billing periods following the number's initial activation.

(b) Eligibility

- (1) During the Enrollment Period, the reseller must agree in writing for each order of one or more numbers to subscribe to mobile numbers (associated with specific ESNs provided to Company by the reseller) on the Flex Annual Plan II for the Required Subscription Period, and retail customers of the reseller must subscribe to reseller's service under such mobile numbers and agree to participate in the reseller's Flex Annual Plan II for a period of one year.
- (2) If at any time during the Required Subscription Period a mobile number is not in active service on the Flex Annual Plan II, then the reseller must pay an early termination fee of \$74.70 per number.

(c) Change

The Company will allow a reseller to change either the mobile number or the ESN of a designated mobile number/ESN combination originally activated on this Plan without such reseller incurring the early termination fee when there is satisfactory documentation provided to the Company that the reseller's retail customer associated with the original mobile number/ESN combination (1) remains the same following the mobile number or ESN change; (2) has had the mobile radio unit stolen**; or (3) is deceased. The reseller may convert any mobile number/ESN from the Flex Annual Plan II to the Annual Plan, as defined in Section AH. of Schedule No. 3-T without incurring an early termination fee.

(D)
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(D)

(d) Access Charge

See 3-T, Section AB.(3)

(e) Usage Rates

See 3-T, Section AB.(4)

(f) Terms & Conditions

All other terms, conditions, rates, and charges of the Flex Plan apply to this Plan.

- * Upon expiration of the Required Subscription Period, Flex Annual Plan II subscribers will be renewed automatically for two successive one-year periods unless written notice is provided to the Company 30 days in advance of the expiration of the then-current one-year period. The 30 Second Billing feature will be provided at no charge in renewal periods. The early termination fee and exceptions also apply in successive renewal periods. The reseller will receive written notice of expiration of the contract period 30-60 days in advance of the expiration of the second renewal period. Resellers who subscribe before the effective date of Advice Letter No. 178 will have the following options upon expiration of the second renewal period: the reseller may (a) resubscribe to this plan or (b) subscribe to another of Company's plans, or, if the reseller chooses neither option (a) or (b), the reseller will be provided service under the Flex Plan. Automatic renewals for successive one-year periods will not be available for customers subscribing to the Flex Annual Plan II on or after the effective date of Advice Letter No. 178.

- ** There will be no assessment of an early termination fee for a mobile number deactivated temporarily for up to 90 days under stolen mobile radio unit circumstances. If the mobile number is deactivated temporarily and subsequently reactivated, the termination date of the Required Subscription Period, or any renewal period(s), will not be affected.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

RATES - WHOLESALE (Continued)

AD. Personal Plan

(1) Service Establishment* / **

- (a) To process an order for activation of one or more access numbers.

Per order \$15.00

- (b) To process an order for reactivation of one or more access numbers within 90 days of termination of service, except for customers with access numbers whose prior service was disconnected for cause per Rule 20.

Per order No Charge

- (c) To process an order for reactivation of one or more access numbers after 90 days of termination of service (except for customers with access numbers whose prior service was disconnected for cause per Rule 20). Also, to process an order for reactivation of one or more access numbers previously disconnected for cause, per Rule 20, within 90 days of termination of service. Also, to activate one or more access numbers of a customer whose deposit was not received by the time prescribed in Special Condition 5 E regardless of the number of days since termination.

Per order \$10.00

(2) Change* / **

- To change one or more access numbers or change preselected long distance carrier.

(D) (R)

Per order \$10.00

(3) Access Charge, per month, per number (minimum initial and subsequent orders in blocks of 10 numbers)***

\$15.95

(4) Usage Rates****

- (a) Peak period, per minute (minimum of 60 minutes per 10-number block per month is required)

\$.59

- (b) Off-peak period, per minute (minimum of 60 minutes per 10-number block per month is required)

\$.155

* Not applicable to changes for activations done for the convenience of the Utility.

** Customer may be requested to provide Company with documentation verifying multiple number orders.

*** Includes monthly component of custom calling features.

**** These rates cover all landline services necessary to complete and conduct calls from cellular mobile terminals to any station in the San Diego CGSA.

Advice Letter No. 93

Issued by
Scott E. Hoganson
Area Vice President

Date Filed: 4-29-92
Effective: 6-9-92
Resolution No.

Decision No.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE (WHOLESALE)

RATES - WHOLESALE (Continued)

(N)

AG. Easy Pay Plan

From the effective date of this tariff, the Easy Pay Plan is available only in conjunction with Easy Pay Billing (see Section 14, Special Conditions-Wholesale of this Schedule No. 3-T), upon request, to a reseller which has a retail plan similar to the Company's retail Easy Pay Plan.

(1) Number Activation* @

- (a) To process an order for activation of one or more access numbers.

Per order

\$15.00

- (b) To process an order for reactivation of one or more access numbers within 90 days of termination of service, except for customers with access numbers whose prior service was disconnected for cause per Rule No. 20.

Per order

No Charge

- (c) To process an order for reactivation of one or more access numbers after 90 days of termination of service (except for customers with access numbers whose prior service was disconnected for cause per Rule No. 20). Also, to process an order for reactivation of one or more access numbers previously disconnected for cause, per Rule No. 20, within 90 days of termination of service. Also, to activate one or more access numbers of a customer whose deposit was not received by the time prescribed in Section 5.E, Special Conditions-Wholesale of this Schedule No. 3-T regardless of the number of days since termination.

Per order

\$10.00

(2) Change* @

To change one or more access numbers or change preselected long distance carrier.

Per order

\$10.00

(3) Access Charge**

Per month

\$28.00

(4) Usage Rates***

- (a) Peak Period, per minute

\$ 0.32

- (b) Off-Peak Period, per minute

\$ 0.16

* Not applicable to changes or activations done for the convenience of the Utility.

** Includes monthly component of custom calling features.

*** These rates cover all landline services necessary to complete and conduct calls from cellular mobile terminals to any station in the San Diego CGSA.

@ Customer may be requested to provide Company with documentation verifying multiple number orders.

(N)

Advice Letter No. 125

Decision No.

Issued By
Scott E. Hoganson
Area Vice President

Date Filed:
Effective:
Resolution No.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

RATES - WHOLESALE (Continued)

AH. Annual Plan

From the effective date of this tariff (the "Enrollment Period"), an eligible reseller which agrees, at Company's option, either in writing, by an oral agreement memorialized in a consented-to tape recording, or in other similar recorded form, to subscribe to phone numbers associated with specific Electronic Serial Numbers ("ESNs") on the Annual Plan for one year following activation (the reseller's "Required Subscription Period") will be charged the rates indicated below.¹ A reseller's participation in this Plan will not automatically renew for successive one-year periods. Instead, at the completion of the Required Subscription Period, unless otherwise instructed by the reseller, Company will continue the reseller's participation of a designated mobile number/ESN combination on this Plan on a month-to-month basis. After completion of the Required Subscription Period, the reseller may terminate participation in this Plan without incurring an early termination fee.

(T)
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(T)

(a) Access Charge ² , per access number, per month	\$21.00
(b) Usage Rates ³ .	
Aggregate number of airtime minutes per month	
Peak, per minute (All peak minutes)	\$0.26
Off-peak, per minute (All off-peak minutes)	\$0.12

¹ Number activation charges, change charges and all other terms and conditions not described in this section will be as described for Company's Wholesale Flex Plan with the following exceptions: the \$15 number activation charge will be assessed by charging \$3.75 in each of the four billing periods following the number's initial activation; and, the 30 Second Billing feature is not available.

² Includes monthly component of Custom Calling features.

³ These rates cover all landline services necessary to complete and conduct calls from cellular mobile terminals to any station in the San Diego CGSA.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

RATES - WHOLESALE (Continued)

AH. Annual Plan (Continued)

If at any time during the Required Subscription Period a mobile number is not in active service on the Annual Plan, then the reseller must pay an early termination fee of \$87.50. There will be no early termination fee if a reseller changes either the mobile number or the ESN of a designated mobile number/ESN combination originally activated on this Plan when there is satisfactory documentation provided to the Company that the reseller's retail customer associated with the original mobile number/ESN combination (a) remains the same following the mobile number or ESN change, (b) has had the mobile radio unit stolen,¹ or (c) is deceased. (D)

The reseller may convert any mobile number/ESN from the Flex Annual Plan or the Flex Annual Plan II to the Annual Plan or from the Annual Plan to the Flex Annual Plan II (see Schedule No. 3-T, Sheet No. 5-A) without incurring an early termination fee. Resellers converting to this Plan will not receive, with respect to any such mobile number/ESN, any of the benefits of the Flex Annual Plan or Flex Annual Plan II, or of any associated promotions.

¹ There will be no assessment of an early termination fee for a mobile number deactivated temporarily for up to 90 days under stolen mobile radio unit circumstances. If a mobile number is deactivated temporarily and subsequently reactivated, the termination date of the Required Subscription Period or any renewal period(s) will not be affected.

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

RATES - WHOLESALE (Continued)

(N)

AI. Disabled Plan

From the effective date of this tariff, the Disabled Plan is available for resellers for those numbers activated for customers of resellers which are permanently disabled through (a) central visual acuity not exceeding 20/200 in the better eye, with corrective lenses, or (b) significant limitation in the use of lower extremities, a diagnosed disease or disorder which substantially impairs or interferes with mobility or requires the aid of an assistant device for mobility (e.g., canes, walkers, crutches, or wheelchairs).

(1) Service Establishment*/**

- | | |
|---|-----------|
| (a) To process an order for activation of one or more access numbers.
Per order | \$15.00 |
| (b) To process an order for reactivation of one or more access numbers within 90 days of termination of service, except for customers with access numbers whose prior service was disconnected for cause per Rule 20.
Per order | No Charge |
| (c) To process an order for reactivation of one or more access numbers after 90 days of termination of service (except for customers with access numbers whose prior service was disconnected for cause per Rule 20). Also, to process an order for reactivation of one or more access numbers previously disconnected for cause, per Rule 20, within 90 days of termination of service.
Per order | \$10.00 |

(2) Change*/**

To change one or more access numbers or change preselected long distance carrier. Per order	\$10.00
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(3) Access Charge, per month, per number ***	\$7.00
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(4) Usage Rates (Peak period, Off-Peak period), per minute*****	\$ 0.68
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* Not applicable to changes for activations done for the convenience of the Utility.

** Customer may be requested to provide Company with documentation verifying eligibility of end user.

*** Includes monthly component of custom calling features.

**** These rates cover all landline services necessary to complete and conduct calls from cellular mobile terminals to any station in the San Diego CGSA.

(N)

CELLULAR RADIO TELECOMMUNICATIONS SERVICE

APPLICABILITY

Applicable to Cellular Radio Telecommunications Service furnished at Wholesale by the Sacramento-Valley Limited Partnership in the greater Sacramento, Stockton, Modesto, Yuba City, Chico and Redding Metropolitan Areas and the Tehama and Sierra Rural Service Areas. As of the effective date of Advice Letter No. 53, the rates in this wholesale tariff are applicable only to resellers certificated by the California Public Utilities Commission. All other customers requesting service should refer to the Company's retail tariff, Schedule No. 2-T. (T)

TERRITORY

Within the greater Sacramento, Stockton, Modesto and Yuba City Metropolitan Areas and the Tehama (south) and Sierra Rural Service Areas (Area A), and the Chico and Redding Metropolitan Areas and the Tehama (north) Rural Service Area (Area B) as shown on the map filed as part of Tariff Schedule 1-T. (T)

RATES - WHOLESALE

A. Basic Service	Area A	Area B
(1) Number Activation		
To process an order for activation of an access number, per number, per order.	\$15.00	\$15.00
(2) Change		
To add optional features or change an access number, or change pre-selected long distance carrier, per access number affected, per order **	\$ 10.00	\$10.00
(3) Access Charge *	Per Month	
(a) For each access number equal to or up to 100 numbers (minimum initial order of 25, and subsequent order in blocks of 5 numbers).	\$15.03	\$22.95
(b) For each access number over 100 numbers (in blocks of 10 numbers).	\$14.30	\$21.45

*Payment of a single access charge extends access to all CGSAs in Area A or Area B, but not both. Calls in progress terminate and must be redialed when the cellular phone travels between Sacramento and Stockton or Yuba City and Chico or between Tehama (south) and Tehama (north). (T)

**Change charge not applicable to changes from 573 prefix numbers to 479 prefix numbers.

Advice Letter No. 77

Decision No.

Issued by
G.N. Schindler
Area Vice President
of General Partner

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Resolution No.: